

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:
STUDENT FINANCE CORPORATION

Debtor.

CHARLES A. STANZIALE, JR.,
CHAPTER 7 TRUSTEE OF STUDENT
FINANCE CORPORATION,

Plaintiff,

v.

PEPPER HAMILTON, LLP, et al.,

Defendants.

Civil Action No. 04-1551 (JJF)

ORDER

THIS MATTER having been raised by plaintiff Charles A. Stanziale, Jr., Chapter 7 Trustee of Student Finance Corporation ("Trustee"), for a Protective Order and to Compel Production of Documents, and the Court having considered the submissions and the arguments of the parties;

IT IS on this _____ day of _____, 2006;

ORDERED that the motion of defendants Pepper Hamilton LLP and W. Roderick Gagne to compel production of communications between the Trustee and Royal and documents relating to compensation received by the Trustee, is hereby DENIED; and it is further

ORDERED that the Trustee's motion for a Protective Order is hereby GRANTED and Pepper Hamilton, LLP is precluded from obtaining discovery of communications between Royal and the Trustee or regarding the compensation of the Trustee; and it is further

ORDERED that, within twenty (20) days of the date of this Order, Pepper Hamilton, LLP shall produce the following documents: Documents sufficient to identify and establish the effect of the fees received from SFC on the compensation paid to Roderick Gagne by Pepper Hamilton; and it is further

ORDERED that, within twenty (20) days of the date of this Order, Pepper Hamilton, LLP shall provide to the Court, all of the documents listed on Pepper Hamilton's privilege log, for in camera review.

Joseph J. Farnan, Jr., U.S.D.J.